



MARY ANN STUKEL

WILL COUNTY RECORDER

Executive Centre
58 E. Clinton Street
Suite 100
Joliet, Illinois 60432
(815) 740-4637
Fax: (815) 740-4697
Email: www.willcountyrecorder.com

US EPA RECORDS CENTER REGION 5



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MARY ANN STUKEL 14P
Will County Recorder

R 2004083461
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PC2 Date 05/13/2004 Time 15:23:54
Recording Fee: 28.00

STATE OF ILLINOIS COUNTY OF WILL

I, **MARY ANN STUKEL, RECORDER** in and for said County and State aforesaid, and keeper of the records of said office, do hereby certify that the attached is a certified copy of the record of a certain instrument filed in my office, on the 12TH day of MAY, A.D. 2004 at 11:48:13 o'clock AM, as Document Number 2004083461 and recorded in Book XXXX on Page XXXX microfilmed.

In testimony whereof, I have hereunto set my hand and affixed my official seal, at Joliet, in the County of Will, this 12TH DAY day of MAY, A.D. 2004.

Mary Ann Stukel

MARY ANN STUKEL

WILL COUNTY RECORDER

(seal)

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R2004083461

This instrument prepared by:

John C. Huff
Mayer, Brown, Rowe & Maw
190 South LaSalle Street
Chicago, IL 60603

After recording return to:

Steven Hernandez
BP America Inc.
4101 Winfield Road
Warrenville, IL 60555

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PG2 Date 05/12/2004 Time 11:48:13
Recording Fee: 27.00

* Being re-recorded to correct acreage in Record B.

DECLARATION OF RESTRICTIVE COVENANTS (Excluded Real Property)

THIS DECLARATION OF RESTRICTIVE COVENANTS (this "Agreement") is made as of the 6th day of May 2004, by BP AMOCO CHEMICAL COMPANY, a Delaware corporation ("Declarant").

Recitals

- A. Declarant owns approximately 102.640 acres of landfill land located on the south side of Amoco Road in Will County, Illinois and legally described on attached Exhibit A (the "Burdened Parcel").
- B. Declarant also owns approximately ^{332.178} ~~322.178~~ acres of land on the south side of Amoco Road in Will County, Illinois and legally described on attached Exhibit B (the "Benefited Parcel"). Said Benefited Parcel is adjacent and contiguous to the Burdened Parcel.
- C. Concurrently herewith, Declarant is conveying the Benefited Parcel to Flint Hills Resources Chemicals Intermediates, LLC, a Delaware limited liability company ("Beneficiary").
- D. As a condition to the purchase of the Benefited Parcel, Beneficiary requires that restrictions on the use of the Burdened Parcel be imposed that shall run with such Burdened Parcel for the benefit of the Benefited Parcel, as set forth in this Agreement.

Agreements

NOW, THEREFORE, in consideration of the foregoing, and for good and valuable consideration, the Owners agree as follows:

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1. Use Restriction. So long as this Agreement remains in effect, no portion of the Burdened Parcel shall be developed or used for any purpose other as follows:

Electric Substations

Gas Regulator stations

Telephone exchanges

Outdoor advertising signs

Outdoor billboards

Railroad right-of-way

Radio and television transmission towers

Solar Panel Farm

Environmental Uses: Notwithstanding the foregoing, no use restriction or restrictive covenant set forth in this document shall prevent, hinder or delay Grantor, its successors or assigns, from any voluntary or regulatory environmental response action, whether investigative, remedial or otherwise, that Grantor in its sole discretion shall deem necessary to undertake.

2. Enforcement. Declarant agrees that damages are not an adequate remedy in the event of a breach under this Agreement, and agrees that the owner of the Benefited Parcel is entitled to remedies in equity, including injunctive relief, in order to enforce this Agreement.

3. Duration: Running With Land. This Agreement shall remain effective for a period of 40 years from and after the date hereof, unless terminated by a document recorded in the real estate records of Will County, Illinois by the then record owner of the Benefited Parcel (or by all of the then-record owners, if the Benefited Parcel is owned by more than one person/entity). This Agreement until terminated shall run with the land and shall be deemed a right burdening the Burdened Parcel for the benefit of the owner of the Benefited Parcel.

4. Severability. If any provision of this Agreement is held to be invalid by any Court, the invalidity of such provision shall not affect the validity of the remaining provisions hereof.

5. No Dedication. Nothing herein contained shall be deemed to be a dedication of any part of the Burdened Parcel to or for the general public or for any public purposes whatsoever, it being the intention of the parties that the benefit of this Agreement shall be strictly limited to the Benefited Parcel and the owner thereof.

6. Governing Law. This Agreement shall be governed by and construed in accordance with the laws of the State of Illinois.

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IN WITNESS WHEREOF, Declarant has executed this Agreement as of the date noted above.

BP AMOCO CHEMICAL COMPANY, a Delaware corporation

By: Kent Zigterman

Name: Kent Zigterman

Title: Authorized Representative

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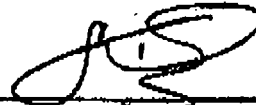
STATE OF ILLINOIS

COUNTY OF DuPAGE

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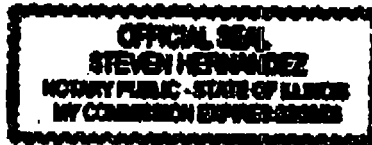
I, Steven Hernandez, a Notary Public, do hereby certify that KENT ZIGTERMAN, personally known to me to be the Authorized Representative of BP AMOCO CHEMICAL COMPANY, a Delaware corporation, and personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that (s)he signed and delivered the said instrument as the Authorized Representative of said corporation, pursuant to authority, as a free and voluntary act, and as the free and voluntary act and deed of said corporation and for the uses and purposes therein set forth.

Given under my hand and notarial seal, this 6th day of May, 2004.



Notary Public

My Commission Expires:

02/09/08

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EXHIBIT A

Legal Description of Burdened Parcel (Excluded Real Property)

THAT PART OF THE WEST HALF OF FRACTIONAL SECTION 11 AND THE EAST HALF OF SECTION 10, ALL IN TOWNSHIP 34 NORTH, RANGE 9 EAST, OF THE THIRD PRINCIPAL MERIDIAN, DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHWEST CORNER OF SAID FRACTIONAL SECTION 11; THENCE SOUTH 00 DEGREES 22 MINUTES 35 SECONDS WEST, ALONG THE WEST LINE OF THE NORTHWEST QUARTER OF SAID FRACTIONAL SECTION 11, 2403.25 FEET TO THE POINT OF BEGINNING; THENCE NORTH 90 DEGREES 00 MINUTES 00 SECONDS EAST, 962.38 FEET; THENCE SOUTH 73 DEGREES 47 MINUTES 05 SECONDS EAST, 443.75 FEET TO THE LINE BETWEEN BP AMOCO CHEMICAL COMPANY AND THE STATE OF ILLINOIS, ACCORDING TO THE BOUNDARY LINE AGREEMENT RECORDED MARCH 31, 2003 AS DOCUMENT R2003074463; THENCE SOUTH 11 DEGREES 35 MINUTES 52 SECONDS WEST, 19.40 FEET; THENCE SOUTH 13 DEGREES 56 MINUTES 18 SECONDS WEST, 102.86 FEET TO THE NORTH LINE OF THE SOUTHWEST QUARTER OF SAID FRACTIONAL SECTION 11; THENCE SOUTH 19 DEGREES 28 MINUTES 21 SECONDS WEST, 73.15 FEET; THENCE SOUTH 16 DEGREES 46 MINUTES 10 SECONDS WEST, 111.28 FEET; THENCE SOUTH 08 DEGREES 30 MINUTES 22 SECONDS WEST, 127.28 FEET; THENCE SOUTH 00 DEGREES 57 MINUTES 11 SECONDS WEST, 104.71 FEET; THENCE SOUTH 02 DEGREES 34 MINUTES 13 SECONDS WEST, 121.65 FEET; THENCE SOUTH 02 DEGREES 47 MINUTES 35 SECONDS EAST, 98.05 FEET; THENCE SOUTH 00 DEGREES 51 MINUTES 31 SECONDS EAST, 100.25 FEET; THENCE SOUTH 06 DEGREES 00 MINUTES 49 SECONDS EAST, 53.05 FEET; THENCE SOUTH 04 DEGREES 06 MINUTES 43 SECONDS EAST, 139.59 FEET; THENCE SOUTH 12 DEGREES 10 MINUTES 49 SECONDS WEST, 95.47 FEET; THENCE SOUTH 34 DEGREES 36 MINUTES 35 SECONDS WEST, 118.50 FEET; THENCE SOUTH 25 DEGREES 06 MINUTES 06 SECONDS WEST, 58.77 FEET; THENCE SOUTH 23 DEGREES 51 MINUTES 41 SECONDS WEST, 97.50 FEET; THENCE SOUTH 20 DEGREES 31 MINUTES 17 SECONDS WEST, 199.60 FEET; THENCE SOUTH 39 DEGREES 39 MINUTES 38 SECONDS WEST, 157.18 FEET; THENCE SOUTH 37 DEGREES 33 MINUTES 19 SECONDS WEST, 84.22 FEET; THENCE SOUTH 35 DEGREES 03 MINUTES 49 SECONDS WEST, 138.34 FEET; THENCE SOUTH 26 DEGREES 12 MINUTES 55 SECONDS WEST, 120.00 FEET; THENCE SOUTH 18 DEGREES 13 MINUTES 40 SECONDS WEST, 55.36 FEET; THENCE SOUTH 30 DEGREES 06 MINUTES 32 SECONDS WEST, 67.37 FEET; THENCE SOUTH 25 DEGREES 44 MINUTES 33 SECONDS WEST, 81.98 FEET; THENCE SOUTH 21 DEGREES 28 MINUTES 31 SECONDS WEST, 86.35 FEET; THENCE SOUTH 27 DEGREES 44 MINUTES 29 SECONDS WEST, 34.29 FEET; THENCE SOUTH 30 DEGREES 45 MINUTES 53 SECONDS WEST, 53.87 FEET; THENCE SOUTH 26 DEGREES 47 MINUTES 03 SECONDS WEST, 81.44 FEET; THENCE SOUTH 27 DEGREES 04 MINUTES 14 SECONDS WEST, 18.03 FEET; THENCE

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FROM : HERNANDEZ-CHGO

FAX NO. :

May. 13 2004 05:27PM PB

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SOUTH 26 DEGREES 31 MINUTES 58 SECONDS WEST, 36.37 FEET; THENCE SOUTH 32 DEGREES 39 MINUTES 01 SECONDS WEST, 17.43 FEET; THENCE SOUTH 26 DEGREES 44 MINUTES 09 SECONDS WEST, 102.05 FEET; THENCE SOUTH 20 DEGREES 37 MINUTES 15 SECONDS WEST, 48.63 FEET; THENCE SOUTH 29 DEGREES 32 MINUTES 46 SECONDS WEST, 146.16 FEET; THENCE SOUTH 24 DEGREES 23 MINUTES 47 SECONDS WEST, 56.38 FEET TO THE SOUTH LINE OF THE SOUTHWEST QUARTER OF SAID FRACTIONAL SECTION 11; THENCE SOUTH 90 DEGREES 00 MINUTES 00 SECONDS WEST, ALONG SAID SOUTH LINE, 415.53 FEET TO THE SOUTHWEST CORNER OF SAID FRACTIONAL SECTION 11; THENCE NORTH 44 DEGREES 15 MINUTES 07 SECONDS WEST, 823.09 FEET; THENCE NORTH 00 DEGREES 00 MINUTES 00 SECONDS EAST, 551.86 FEET; THENCE NORTH 14 DEGREES 13 MINUTES 59 SECONDS EAST, 175.03 FEET; THENCE NORTH 00 DEGREES 00 MINUTES 00 SECONDS EAST, 429.09 FEET; THENCE NORTH 04 DEGREES 13 MINUTES 03 SECONDS WEST, 175.63 FEET; THENCE NORTH 06 DEGREES 58 MINUTES 41 SECONDS WEST, 255.11 FEET; THENCE NORTH 00 DEGREES 00 MINUTES 00 SECONDS EAST, 718.30 FEET; THENCE NORTH 90 DEGREES 00 MINUTES 00 SECONDS EAST, 590.10 FEET TO THE POINT OF BEGINNING; IN WILL COUNTY, ILLINOIS.

COMMON ADDRESS

1 Mile SE Junction I-55 & US 6

23425 W. Amoco Road

Joliet, IL

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EXHIBIT B

Legal Description of Benefited Parcel (Plant Property)

THAT PART OF THE NORTHEAST QUARTER (NE ¼) OF THE NORTHEAST QUARTER OF SECTION FIFTEEN (15), LYING NORTH AND WEST OF THE NORTH BANK OF THE DES PLAINES RIVER. ALSO THAT PART OF THE SOUTHEAST QUARTER (SE ¼) OF SECTION TEN (10), DESCRIBED AS FOLLOWS: BEGINNING AT THE SOUTHEAST CORNER OF SECTION TEN (10); RUNNING THENCE WEST ALONG THE SOUTH LINE OF SECTION TEN (10) NINE HUNDRED FIFTY-FOUR (954) FEET; THENCE NORTH TO THE CENTER LINE OF THE HIGHWAY RUNNING NORTHEASTERLY AND SOUTHWESTERLY ACROSS SAID SOUTHEAST QUARTER (SE ¼); THENCE NORTHEASTERLY ALONG THE CENTER LINE OF SAID HIGHWAY TO THE EAST LINE OF SECTION TEN (10); THENCE SOUTH ALONG THE EAST LINE OF SECTION TEN (10) TO THE PLACE OF BEGINNING. ALSO THAT PART OF THE SOUTHEAST QUARTER (SE ¼) OF SECTION TEN (10) DESCRIBED AS: BEGINNING AT A POINT FIVE HUNDRED SIXTY-ONE (561) FEET WEST OF THE EAST LINE OF SECTION TEN (10) AND NINE HUNDRED NINETY (990) FEET SOUTH OF THE NORTH LINE OF THE SOUTHEAST QUARTER (SE ¼) OF SECTION TEN (10); RUNNING THENCE WEST THREE HUNDRED NINETY-THREE (393) FEET; THENCE SOUTH TO THE CENTER LINE OF THE HIGHWAY RUNNING NORTHEASTERLY AND SOUTHWESTERLY ACROSS SAID SOUTHEAST QUARTER (SE ¼); THENCE NORTHEASTERLY ALONG THE CENTER LINE OF SAID HIGHWAY TO A POINT IN SAID CENTER LINE OF SAID HIGHWAY WHICH IS FIVE HUNDRED SIXTY-ONE (561) FEET DUE WEST OF THE EAST LINE OF SAID SECTION TEN (10); THENCE NORTH TO THE PLACE OF BEGINNING, ALL IN TOWNSHIP THIRTY-FOUR (34) NORTH, RANGE NINE (9) EAST OF THE THIRD PRINCIPAL MERIDIAN, IN WILL COUNTY, ILLINOIS.

ALSO:

THAT PART OF THE SOUTHEAST QUARTER (SE ¼) OF SECTION TEN (10), TOWNSHIP THIRTY-FOUR (34) NORTH, RANGE NINE (9) EAST OF THE THIRD PRINCIPAL MERIDIAN, DESCRIBED AS FOLLOWS, TO WIT: BEGINNING AT THE NORTHEAST CORNER OF SAID SOUTHEAST QUARTER OF SECTION 10; RUNNING THENCE WEST 70 RODS; THENCE SOUTH 60 RODS; THENCE EAST 36 RODS; THENCE SOUTH 64 RODS, MORE OR LESS, TO THE CENTER LINE OF PUBLIC ROAD; THENCE NORTHEASTERLY ALONG THE CENTER LINE OF SAID ROADWAY TO THE EAST LINE OF SAID SECTION 10; THENCE NORTH ALONG THE EAST LINE OF SAID SECTION 10 TO THE PLACE OF BEGINNING, IN WILL COUNTY, ILLINOIS.

ALSO:

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ALL OF THE NORTHEAST QUARTER (NE ¼) OF SECTION TEN (10), TOWNSHIP THIRTY-FOUR (34) NORTH, RANGE NINE (9) EAST OF THE THIRD PRINCIPAL MERIDIAN, IN WILL COUNTY, ILLINOIS.

ALSO:

THAT PART OF FRACTIONAL SECTION 11, TOWNSHIP 34 NORTH, RANGE 9 EAST OF THE THIRD PRINCIPAL MERIDIAN, LYING WEST OF THE FOLLOWING DESCRIBED LINE, TO WIT: COMMENCING AT THE SOUTHWEST CORNER OF SAID FRACTIONAL SECTION 11; THENCE NORTH 90 DEGREES 00 MINUTES 00 SECONDS EAST, ALONG THE SOUTH LINE OF SAID FRACTIONAL SECTION 11, 415.53 FEET, TO A POINT ON THE 86 FOOT CONTOUR LINE OF THE HENNEPIN DATUM AND THE BEGINNING OF THE HEREIN DESCRIBED LINE; THENCE NORTH 24 DEGREES 23 MINUTES 47 SECONDS EAST, 56.38 FEET; THENCE NORTH 29 DEGREES 32 MINUTES 46 SECONDS EAST, 146.16 FEET; THENCE NORTH 20 DEGREES 37 MINUTES 15 SECONDS EAST, 48.63 FEET; THENCE NORTH 26 DEGREES 44 MINUTES 09 SECONDS EAST, 102.05 FEET; THENCE NORTH 32 DEGREES 39 MINUTES 01 SECONDS EAST, 17.43 FEET; THENCE NORTH 26 DEGREES 31 MINUTES 58 SECONDS EAST, 36.37 FEET; THENCE NORTH 27 DEGREES 04 MINUTES 14 SECONDS EAST, 18.03 FEET; THENCE NORTH 26 DEGREES 47 MINUTES 03 SECONDS EAST, 81.44 FEET; THENCE NORTH 30 DEGREES 45 MINUTES 53 SECONDS EAST, 53.87 FEET; THENCE NORTH 27 DEGREES 44 MINUTES 29 SECONDS EAST, 34.29 FEET; THENCE NORTH 21 DEGREES 28 MINUTES 31 SECONDS EAST, 86.35 FEET; THENCE NORTH 25 DEGREES 44 MINUTES 33 SECONDS EAST, 81.98 FEET; THENCE NORTH 30 DEGREES 06 MINUTES 32 SECONDS EAST, 67.37 FEET; THENCE NORTH 18 DEGREES 13 MINUTES 40 SECONDS EAST, 55.36 FEET; THENCE NORTH 26 DEGREES 12 MINUTES 55 SECONDS EAST, 120.00 FEET; THENCE NORTH 35 DEGREES 05 MINUTES 49 SECONDS EAST, 138.34 FEET; THENCE NORTH 37 DEGREES 33 MINUTES 19 SECONDS EAST, 84.22 FEET; THENCE NORTH 39 DEGREES 39 MINUTES 38 SECONDS EAST, 157.18 FEET; THENCE NORTH 20 DEGREES 31 MINUTES 17 SECONDS EAST, 199.60 FEET; THENCE NORTH 23 DEGREES 51 MINUTES 41 SECONDS EAST, 97.50 FEET; THENCE NORTH 25 DEGREES 06 MINUTES 06 SECONDS EAST, 58.97 FEET; THENCE NORTH 34 DEGREES 36 MINUTES 35 SECONDS EAST, 118.50 FEET; THENCE NORTH 12 DEGREES 10 MINUTES 49 SECONDS EAST, 95.47 FEET; THENCE NORTH 04 DEGREES 06 MINUTES 43 SECONDS WEST, 139.59 FEET; THENCE NORTH 06 DEGREES 00 MINUTES 49 SECONDS WEST, 53.05 FEET; THENCE NORTH 00 DEGREES 51 MINUTES 31 SECONDS WEST, 100.25 FEET; THENCE NORTH 02 DEGREES 47 MINUTES 35 SECONDS WEST, 98.05 FEET; THENCE NORTH 02 DEGREES 34 MINUTES 13 SECONDS EAST, 121.65 FEET; THENCE NORTH 00 DEGREES 31 MINUTES 11 SECONDS EAST, 104.71 FEET; THENCE NORTH 08 DEGREES 30 MINUTES 22 SECONDS EAST, 127.28 FEET; THENCE NORTH 16 DEGREES 46 MINUTES 10 SECONDS EAST, 111.28 FEET; THENCE NORTH 19 DEGREES 28 MINUTES 21 SECONDS EAST, 78.15 FEET, TO THE SOUTH LINE OF THE NORTHWEST QUARTER OF SAID FRACTIONAL SECTION 11; THENCE NORTH 13 DEGREES 56 MINUTES 18 SECONDS EAST, 102.86 FEET; THENCE NORTH 11 DEGREES 35 MINUTES 52 SECONDS EAST, 19.40 FEET; THENCE NORTH 11 DEGREES

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35 MINUTES 52 SECONDS EAST, 53.54 FEET; THENCE NORTH 12 DEGREES 48 MINUTES 59 SECONDS EAST, 100.22 FEET; THENCE NORTH 11 DEGREES 43 MINUTES 58 SECONDS EAST, 118.25 FEET; THENCE NORTH 13 DEGREES 35 MINUTES 34 SECONDS EAST, 115.32 FEET; THENCE NORTH 16 DEGREES 35 MINUTES 49 SECONDS EAST, 141.29 FEET; THENCE NORTH 21 DEGREES 25 MINUTES 07 SECONDS EAST, 76.00 FEET; THENCE NORTH 16 DEGREES 34 MINUTES 31 SECONDS EAST, 121.99 FEET; THENCE NORTH 19 DEGREES 46 MINUTES 32 SECONDS EAST, 71.32 FEET; THENCE NORTH 20 DEGREES 57 MINUTES 32 SECONDS EAST, 92.73 FEET; THENCE NORTH 24 DEGREES 50 MINUTES 02 SECONDS EAST, 59.09 FEET; THENCE NORTH 20 DEGREES 29 MINUTES 50 SECONDS EAST, 89.24 FEET; THENCE NORTH 14 DEGREES 25 MINUTES 33 SECONDS EAST, 72.68 FEET; THENCE NORTH 13 DEGREES 34 MINUTES 41 SECONDS EAST, 88.62 FEET; THENCE NORTH 13 DEGREES 42 MINUTES 17 SECONDS EAST, 111.52 FEET; THENCE NORTH 23 DEGREES 34 MINUTES 13 SECONDS EAST, 106.23 FEET, TO THE SOUTHWEST CORNER OF THE AMOCO CHEMICAL CORPORATION PARCEL ACQUIRED FROM THE STATE OF ILLINOIS RECORDED OCTOBER 18, 1957, AS DOCUMENT 834609, IN WILL COUNTY, ILLINOIS; THENCE NORTH 14 DEGREES 34 MINUTES EAST, ALONG THE WESTERLY LINE OF SAID PARCEL, 385.20 FEET; THENCE NORTH 08 DEGREES 13 MINUTES EAST, ALONG THE WESTERLY LINE OF SAID PARCEL, 299.70 FEET; THENCE NORTH 14 DEGREES 03 MINUTES EAST, ALONG THE WESTERLY LINE OF SAID PARCEL, 391.50 FEET; THENCE NORTH 01 DEGREES 01 MINUTES WEST, ALONG THE WESTERLY LINE OF SAID PARCEL, 123.60 FEET, TO THE NORTH LINE OF SAID FRACTIONAL SECTION 11, SAID POINT BEING 2013.50 FEET EAST OF THE NORTHWEST CORNER OF SAID FRACTIONAL SECTION 11, AND THE TERMINUS OF THE HEREIN DESCRIBED LINE, IN WILL COUNTY, ILLINOIS.

ALSO:

THE TRACT AND PARCEL OF LAND SITUATED IN SECTION 11, TOWNSHIP 34 NORTH, RANGE 9 EAST OF THE THIRD PRINCIPAL MERIDIAN, DESCRIBED AS FOLLOWS, TO WIT: COMMENCING AT A POINT IN THE CENTER THREAD OF THE DES PLAINES RIVER WHERE A LINE DRAWN AT RIGHT ANGLES TO THE CENTER THREAD INTERSECTS THE WESTERLY MARGIN OF SAID DES PLAINES RIVER ON THE NORTH LINE OF SECTION 11 TO A POINT 2570.3 FEET EAST OF THE NORTHWEST CORNER OF SAID SECTION 11; THENCE WEST ON SAID NORTH LINE 556.8 FEET TO A POINT 2013.5 FEET EAST OF THE NORTHWEST CORNER OF SECTION 11; THENCE SOUTH 01 DEGREES 01 MINUTES EAST 123.60 FEET; THENCE SOUTH 14 DEGREES 03 MINUTES WEST 391.50 FEET; THENCE SOUTH 08 DEGREES 13 MINUTES WEST 299.70 FEET; THENCE SOUTH 14 DEGREES 34 MINUTES WEST 385.20 FEET; THENCE EAST ALONG A LINE PARALLEL TO THE NORTH LINE OF SECTION 11, TO ITS INTERSECTION WITH THE CENTER THREAD OF THE DES PLAINES RIVER; THENCE NORTHEASTERLY ALONG THE CENTER THREAD OF THE DES PLAINES RIVER TO THE POINT OF BEGINNING, SITUATED IN WILL COUNTY, ILLINOIS.

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ALSO:

THAT PART OF THE SOUTHEAST QUARTER OF SECTION 3, TOWNSHIP 34 NORTH, RANGE 9 EAST OF THE THIRD PRINCIPAL MERIDIAN, DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHEAST CORNER OF THE SOUTHEAST QUARTER OF SECTION 3 AFORESAID; THENCE NORTH 90 DEGREES 00 MINUTES 00 SECONDS WEST (ASSUMED) ALONG THE SOUTH LINE OF SAID SOUTHEAST QUARTER, A DISTANCE OF 406.99 FEET; THENCE NORTH 00 DEGREES 26 MINUTES 01 SECONDS WEST, PARALLEL WITH THE EAST LINE OF SAID SOUTHEAST QUARTER, A DISTANCE OF 596.49 FEET TO THE POINT OF BEGINNING; THENCE CONTINUING NORTH 00 DEGREES 26 MINUTES 01 SECONDS WEST, A DISTANCE OF 10.00 FEET; THENCE NORTH 89 DEGREES 33 MINUTES 59 SECONDS EAST, A DISTANCE OF 10.00 FEET; THENCE SOUTH 00 DEGREES 26 MINUTES 01 SECONDS EAST, A DISTANCE OF 10.00 FEET; THENCE SOUTH 89 DEGREES 33 MINUTES 59 SECONDS WEST, A DISTANCE OF 10.00 FEET TO THE POINT OF BEGINNING; IN WILL COUNTY, ILLINOIS.

ALSO:

THAT PART OF THE SOUTHWEST QUARTER OF FRACTIONAL SECTION 2, TOWNSHIP 34 NORTH, RANGE 9 EAST, OF THE THIRD PRINCIPAL MERIDIAN, DESCRIBED AS FOLLOWS: COMMENCING AT THE SOUTHWEST CORNER OF SAID FRACTIONAL SECTION 2; THENCE NORTH 90 DEGREES 00 MINUTES 00 SECONDS EAST, ALONG THE SOUTH LINE OF SAID SOUTHWEST QUARTER AND THE CENTERLINE OF AMOCO ROAD, ACCORDING TO THE PLAT THEREOF RECORDED MARCH 14, 2000 AS DOCUMENT R2000026796, 1005.29 FEET TO THE EASTERLY TERMINUS OF SAID AMOCO ROAD AND THE POINT OF BEGINNING; THENCE NORTH 00 DEGREES 00 MINUTES 00 SECONDS WEST, 207.20 FEET TO THE WESTERLY EXTENSION OF THE SOUTHERLY LINE OF PARCEL "E" AS DESCRIBED IN DEED R96-110395 RECORDED DECEMBER 11, 1996; THENCE NORTH 90 DEGREES 00 MINUTES 00 SECONDS EAST, PARALLEL WITH THE SOUTH LINE OF SAID SOUTHWEST QUARTER, ALONG SAID WESTERLY EXTENSION, SAID SOUTHERLY LINE OF PARCEL "E", AND THE EASTERLY EXTENSION OF SAID SOUTHERLY LINE, 1347.61 FEET TO THE WESTERLY BANK OF THE DES PLAINES RIVER; THENCE SOUTH 11 DEGREES 52 MINUTES 56 SECONDS WEST, ALONG SAID WESTERLY BANK, 211.74 FEET TO THE SOUTH LINE OF SAID SOUTHWEST QUARTER; THENCE NORTH 90 DEGREES 00 MINUTES 00 SECONDS WEST, ALONG THE SOUTH LINE OF SAID SOUTHWEST QUARTER, 1304.01 FEET TO THE POINT OF BEGINNING; IN WILL COUNTY, ILLINOIS.

EXCEPTING THEREFROM:

THAT PART OF THE NORTHEAST QUARTER OF SECTION 10 AND THE NORTHWEST QUARTER OF FRACTIONAL SECTION 11, ALL IN TOWNSHIP 34 NORTH, RANGE 9 EAST, OF THE THIRD PRINCIPAL MERIDIAN, LYING IN AMOCO ROAD, HERETOFORE DEDICATED AND RECORDED MARCH 14, 2000 AS DOCUMENT

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R2000026796, DESCRIBED AS A STRIP OF LAND, 66 FEET IN WIDTH AND LYING 33 FEET ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE, TO WIT:

BEGINNING AT THE NORTHWEST CORNER OF THE NORTHEAST QUARTER OF SAID SECTION 10; THENCE SOUTH 89 DEGREES 30 MINUTES 59 SECONDS EAST, ALONG THE NORTH LINE OF SAID NORTHEAST QUARTER, 2650.39 FEET, TO THE NORTHWEST CORNER OF THE NORTHWEST QUARTER OF SAID FRACTIONAL SECTION 11; THENCE NORTH 90 DEGREES 00 MINUTES 00 SECONDS EAST, ALONG THE NORTH LINE OF SAID NORTHWEST QUARTER, 972.29 FEET, TO THE NORTHERNMOST CENTERLINE TERMINUS OF VACATED BLUFF ROAD, AS DESCRIBED IN RECORDED DOCUMENT R99-41601; THENCE CONTINUING NORTH 90 DEGREES 00 MINUTES 00 SECONDS EAST, ALONG THE NORTH LINE OF SAID NORTHWEST QUARTER, 33.00 FEET TO THE TERMINUS OF SAID DESCRIBED CENTERLINE, IN WILL COUNTY, ILLINOIS.

ALSO EXCEPTING:

THAT PART OF THE WEST HALF OF FRACTIONAL SECTION 11 AND THE EAST HALF OF SECTION 10, ALL IN TOWNSHIP 34 NORTH, RANGE 9 EAST, OF THE THIRD PRINCIPAL MERIDIAN, DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHWEST CORNER OF SAID FRACTIONAL SECTION 11; THENCE SOUTH 00 DEGREES 22 MINUTES 35 SECONDS WEST, ALONG THE WEST LINE OF THE NORTHWEST QUARTER OF SAID FRACTIONAL SECTION 11, 2403.25 FEET TO THE POINT OF BEGINNING; THENCE NORTH 90 DEGREES 00 MINUTES 00 SECONDS EAST, 962.38 FEET; THENCE SOUTH 73 DEGREES 47 MINUTES 05 SECONDS EAST, 443.75 FEET TO THE LINE BETWEEN BP AMOCO CHEMICAL COMPANY AND THE STATE OF ILLINOIS, ACCORDING TO THE BOUNDARY LINE AGREEMENT RECORDED MARCH 31, 2003 AS DOCUMENT R2003074463; THENCE SOUTH 11 DEGREES 35 MINUTES 52 SECONDS WEST, 19.40 FEET; THENCE SOUTH 13 DEGREES 56 MINUTES 18 SECONDS WEST, 102.86 FEET TO THE NORTH LINE OF THE SOUTHWEST QUARTER OF SAID FRACTIONAL SECTION 11; THENCE SOUTH 19 DEGREES 28 MINUTES 21 SECONDS WEST, 78.15 FEET; THENCE SOUTH 16 DEGREES 46 MINUTES 10 SECONDS WEST, 111.28 FEET; THENCE SOUTH 08 DEGREES 30 MINUTES 22 SECONDS WEST, 127.28 FEET; THENCE SOUTH 00 DEGREES 57 MINUTES 11 SECONDS WEST, 104.71 FEET; THENCE SOUTH 02 DEGREES 34 MINUTES 13 SECONDS WEST, 121.65 FEET; THENCE SOUTH 02 DEGREES 47 MINUTES 35 SECONDS EAST, 98.05 FEET; THENCE SOUTH 00 DEGREES 51 MINUTES 31 SECONDS EAST, 100.25 FEET; THENCE SOUTH 06 DEGREES 00 MINUTES 49 SECONDS EAST, 55.05 FEET; THENCE SOUTH 04 DEGREES 06 MINUTES 43 SECONDS EAST, 139.59 FEET; THENCE SOUTH 12 DEGREES 10 MINUTES 49 SECONDS WEST, 95.47 FEET; THENCE SOUTH 34 DEGREES 36 MINUTES 35 SECONDS WEST, 118.50 FEET; THENCE SOUTH 25 DEGREES 06 MINUTES 06 SECONDS WEST, 58.77 FEET; THENCE SOUTH 23 DEGREES 51 MINUTES 41 SECONDS WEST, 97.50 FEET; THENCE SOUTH 20 DEGREES 31 MINUTES 17 SECONDS WEST, 199.60 FEET; THENCE SOUTH

R2004085028

R2004083461

39 DEGREES 39 MINUTES 38 SECONDS WEST, 157.18 FEET; THENCE SOUTH 37 DEGREES 33 MINUTES 19 SECONDS WEST, 84.22 FEET; THENCE SOUTH 35 DEGREES 05 MINUTES 49 SECONDS WEST, 138.34 FEET; THENCE SOUTH 26 DEGREES 12 MINUTES 55 SECONDS WEST, 120.00 FEET; THENCE SOUTH 18 DEGREES 13 MINUTES 40 SECONDS WEST, 55.36 FEET; THENCE SOUTH 30 DEGREES 06 MINUTES 32 SECONDS WEST, 67.37 FEET; THENCE SOUTH 25 DEGREES 44 MINUTES 33 SECONDS WEST, 81.98 FEET; THENCE SOUTH 21 DEGREES 28 MINUTES 31 SECONDS WEST, 86.35 FEET; THENCE SOUTH 27 DEGREES 44 MINUTES 29 SECONDS WEST, 34.29 FEET; THENCE SOUTH 30 DEGREES 45 MINUTES 53 SECONDS WEST, 53.87 FEET; THENCE SOUTH 26 DEGREES 47 MINUTES 03 SECONDS WEST, 81.44 FEET; THENCE SOUTH 27 DEGREES 04 MINUTES 14 SECONDS WEST, 18.03 FEET; THENCE SOUTH 26 DEGREES 31 MINUTES 58 SECONDS WEST, 36.37 FEET; THENCE SOUTH 32 DEGREES 39 MINUTES 01 SECONDS WEST, 17.43 FEET; THENCE SOUTH 26 DEGREES 44 MINUTES 09 SECONDS WEST, 102.05 FEET; THENCE SOUTH 20 DEGREES 37 MINUTES 15 SECONDS WEST, 48.63 FEET; THENCE SOUTH 29 DEGREES 32 MINUTES 46 SECONDS WEST, 146.16 FEET; THENCE SOUTH 24 DEGREES 23 MINUTES 47 SECONDS WEST, 56.38 FEET TO THE SOUTH LINE OF THE SOUTHWEST QUARTER OF SAID FRACTIONAL SECTION 11; THENCE SOUTH 90 DEGREES 00 MINUTES 00 SECONDS WEST, ALONG SAID SOUTH LINE, 415.53 FEET TO THE SOUTHWEST CORNER OF SAID FRACTIONAL SECTION 11; THENCE NORTH 44 DEGREES 15 MINUTES 07 SECONDS WEST, 823.09 FEET; THENCE NORTH 00 DEGREES 00 MINUTES 00 SECONDS EAST, 551.86 FEET; THENCE NORTH 14 DEGREES 13 MINUTES 59 SECONDS EAST, 175.03 FEET; THENCE NORTH 00 DEGREES 00 MINUTES 00 SECONDS EAST, 429.09 FEET; THENCE NORTH 04 DEGREES 13 MINUTES 03 SECONDS WEST, 175.63 FEET; THENCE NORTH 06 DEGREES 58 MINUTES 41 SECONDS WEST, 255.11 FEET; THENCE NORTH 00 DEGREES 00 MINUTES 00 SECONDS EAST, 718.30 FEET; THENCE NORTH 90 DEGREES 00 MINUTES 00 SECONDS EAST, 590.10 FEET TO THE POINT OF BEGINNING; IN WILL COUNTY, ILLINOIS.

COMMON ADDRESS

1 Mile SE Junction I-55 & US 6

23425 W. Amoco Road

Joliet, IL

PIN'S ASSOCIATED WITH PLANT PROPERTY (SOUTH) PLAT OF SURVEY

10-10-200-001-0000

10-10-400-004-0000

10-10-400-003-0000

10-10-400-005-0000

10-15-200-003-0000

10-11-100-001-0020

R2004085028

FROM : HERNANDEZ-CHGO

FAX NO. :

May. 13 2004 05:30PM P15

R2004083461

10-11-100-002-0000

10-02-300-008-0000

10-03-400-006-0000 (10'x10' Parcel Inside NOVA Property)

RE R2004085028



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